

ACT OF INCORPORATION

AND

REPORTS

OF THE

ROCHESTER

Water Works Company.

...

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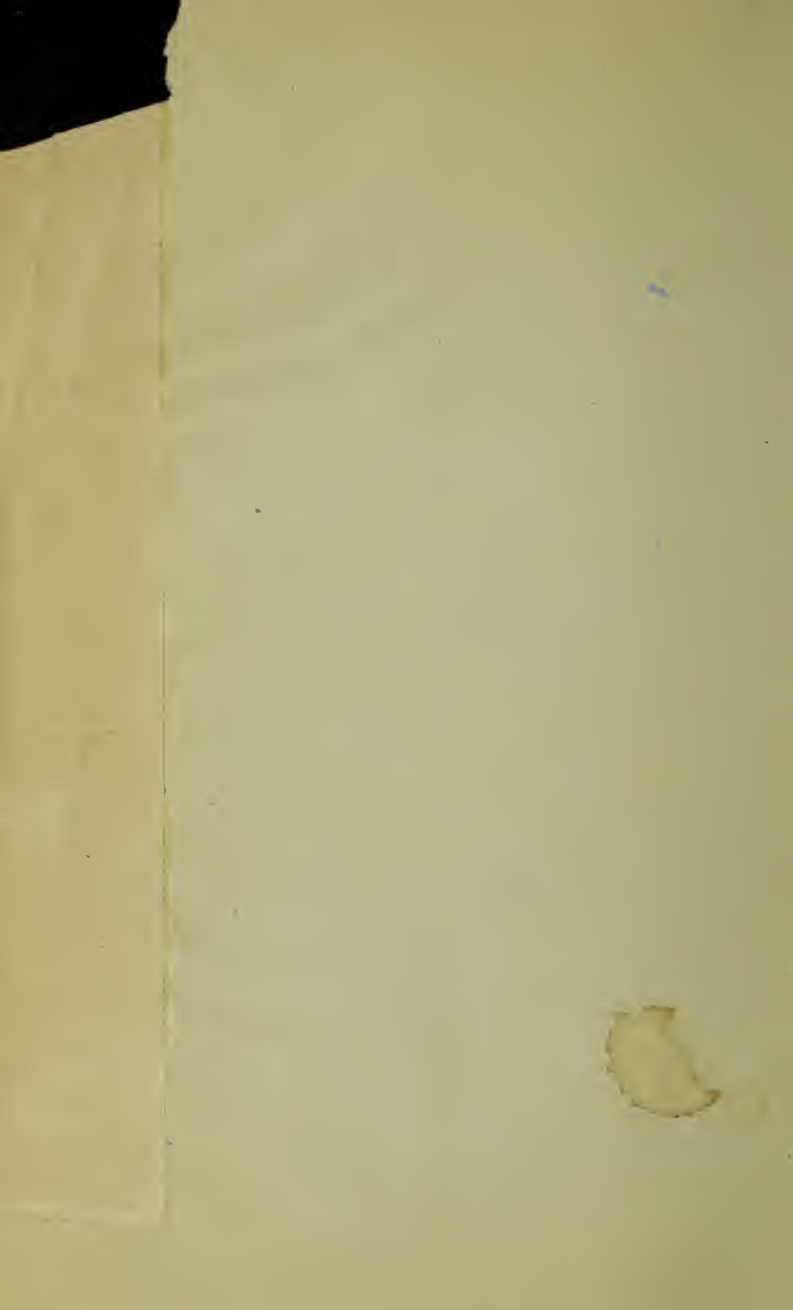
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1874.



ACT OF INCORPORATION.

CHAPTER 356.

AN ACT *to incorporate the Rochester Water Works Company.*

Passed April 16, 1852, three-fifth being present.

The People of the State of New York, represented in Senate and Assembly, do enact as follows :

SECTION 1. Levi A. Ward, Isaac R. Elwood, Azariah Boody, Charles A. Jones, William A. Reynolds, E. Darwin Smith, Hamblin Stilwell, Samuel Miller, William Buell, John B. Robertson, Freeman Clarke, and all such persons as are or may hereafter be associated with them, are constituted a body corporate by the name of the Rochester Water Works Company.

SEC. 2. The Capital Stock of said Company shall be two hundred thousand dollars, to be divided into shares of fifty dollars each, and the said Company are hereby empowered to increase their Capital Stock at any time, not to exceed five hundred thousand dollars.

SEC. 3. Books of subscription for the Capital Stock of said Corporation shall be opened under the direction of the Directors hereinafter named, subject to such rules and

regulations as they shall prescribe, and the stock shall be considered personal property, and shall be assignable and transferable on the books of the Company.

SEC. 4. The concerns of said Corporation shall be managed by eleven Directors, who shall be Stockholders, and who shall hold their offices for one year and until others are chosen in their places. The Directors shall be chosen annually on the first Monday of May, at such time of day and place, in said city, as the Directors for the time being shall appoint. The first election shall be held on the first Wednesday of May, eighteen hundred and fifty-two. Three weeks notice of such election shall be given by a publication, at least once in each week, in two newspapers published in said city. Each Stockholder shall be entitled to one vote upon each share of stock held by him, or her, for at least twenty days previous to an election. Voting shall be by ballot, and may be in person or by proxy.

SEC. 5. The Directors shall annually appoint a President, Secretary and Treasurer, and such other officers as they shall deem necessary, who shall hold their offices until others are appointed in their places, and they may make and ordain such by-laws and regulations as they may deem necessary and proper for the management of their business, and for accomplishing the purposes of the Corporation.

SEC. 6. The Directors may require payment of subscriptions to the stock at such times and in such proportions as they may see fit, under the penalty of forfeiting all stock and previous payments thereon, and may sue for and recover all such subscriptions. Notice of the time and place of said payments shall be published for four weeks

previous to said time, at least once in each week, in two newspapers published in said city.

SEC. 7. The persons named in the first Section shall be the first Directors, and shall hold their offices until the said first Wednesday of May, eighteen hundred and fifty-three, and until others are chosen in their places, and in case of vacancy in the direction, by reason of the death or resignation of any Director, or of his ceasing to be a Stockholder, it may be filled by the remaining Directors until the next annual election, or until some other person shall be elected to fill the same. The Directors herein named may appoint three persons, who shall be Stockholders, to be inspectors at the first election, after which the Stockholders shall choose three such inspectors at the annual election. If no inspectors are chosen, the Directors may appoint three from time to time. The Directors may remove all officers appointed by them, and appoint others in their places, and fill all vacancies in the offices. If at any time an election of Directors shall not take place on the day appointed by this Act, the Corporation shall not for that cause be dissolved, but an election may be held on another day in such manner as shall be prescribed by the Directors or provided for by the by-laws.

SEC. 8. For the purpose of supplying the said City of Rochester with pure and wholesome water, the said Company may purchase, take and hold any real estate, and by their Directors, agents, servants or other persons employed, may enter upon the lands of any person or persons which may be necessary for said purpose, and may take the water from any springs, ponds, fountains, wells, rivers, streams or lakes, and divert and convey the same to the said city,

and may lay, and construct any pipes, conduits, aqueducts, wells, reservoirs, and other works or machinery, necessary or proper for said purpose, upon any lands so entered upon, purchased, taken or held, and may as aforesaid enter upon any lands, streets, highways, roads, lanes or public squares through which they may deem it proper to convey the water, from said springs, ponds, fountains, wells, rivers, streams or lakes, and lay and construct any pipes, conduits or other works for that purpose, leaving the said lands, streets, highways, roads, lanes and public squares in the same condition as nearly as may be as they were before said entry ; but the said company shall not lay and construct said pipes, conduits, aqueducts and other works through any (private garden and court) yard, without the written consent of the owner thereof.

• SEC. 9. Before entering, taking or using any land for the purposes of this Act, the Directors of this Company shall cause a survey and map to be made of the lands intended to be taken or entered upon for any of said purposes, and by which the land of such owner or occupant intended to be taken or used, shall be designated, and which map shall be signed by the surveyor or engineer making the same, and by the President of said Company, and be filed in the office of the Clerk of the County of Monroe.

The Company, by any of its officers, agents or servants, may enter upon any lands for the purpose of making any examination and of making said survey and map, doing no unnecessary damage.

SEC. 10. In case the said Company cannot agree with the said owners and occupants of any lands or water

intended to be taken or used as aforesaid for the purchase thereof, the Directors may apply to the Supreme Court at any term or session thereof, held in the Seventh Judicial District, for the appointment of three Commissioners, by whom the compensation to be paid for the damages suffered or to be suffered by any person or persons by reason of taking said lands and water, and constructing any of the works of said Company, shall be ascertained and determined, and in case of the death, resignation, refusal or disability to act of any of said Commissioners, the said Court may appoint others in their places. The Commissioners shall cause a notice of at least twenty days, of the time and place of their meeting, to be served upon such of the owners of said land and water as can be found in this State, which may be served personally, or in their absence from their dwellings or places of business, by leaving the same thereat with some person of suitable age, and in case of any legal disability of such owner to act, thereupon serving notice in like manner upon his guardian or person appointed to act for him as hereinafter directed ; and in case any of said owners cannot be found in this State, such notice shall be given them by publishing the same for six weeks successively in two newspapers published in said city, and if any of said owners shall be married women, insane, infants or idiots, the said Court shall appoint some suitable person to attend in their behalf before said Commissioners, and take care of their interests in the premises. The Commissioners may issue subpœnas to compel the attendance of witnesses to testify before them, and they or any one of them may administer the usual oaths to such witnesses. They shall make a written report of all their proceedings, containing the testimony

taken by them, and showing the sum awarded to each said owner or any other person, and return the same to the said Court to be filed of record. The Company shall pay to each Commissioner the sum of three dollars per day for every day necessarily spent by him in the performance of his duties under this Act, and to each witness sworn and testifying, and if not sworn and testifying who the Commissioners shall certify were properly and necessarily subpoenaed, the sum of seventy-five cents per day, and four cents per mile travel in going and returning, if living more than three miles from the place of meeting.

SEC. 11. The said Company or any party to the proceedings before the Commissioners may appeal from any award or determination of the Commissioners, provided the party appealing shall, within ten days after such award or determination shall be made, give notice in writing, of the appeal to the other party or parties interested in the same, and the said Court shall, upon the report of the Commissioners and upon additional testimony to be taken by them, if they deem the same to be necessary, proceed to hear the said appeals, and may confirm the proceedings of the Commissioners in whole or in part, or may increase or diminish the amount of compensation awarded by the said Commissioners, and if their proceedings in any case have been irregular, the Court may set the same aside and order new proceedings and appraisement, and the said Court may make such orders in reference to the proceedings of the Commissioners, and of the notices to be given to parties as may not be inconsistent with this Act, and as the nature of the case and the interest of the parties may require.

SEC. 12. Upon the payment or legal tender of the com-

compensation awarded by the said Commissioners, or (in case of an appeal) by the said Court, the said Company shall be entitled to enter upon, for the purpose contemplated by this Act, all the lands, waters and real estate for which said compensation shall be paid or tendered as aforesaid, and to hold and use the same for the said purposes, to them and their successors forever. If any person to whom any compensation shall be awarded, or who shall be entitled to the same by virtue of said award, cannot be found, or shall refuse to receive the sum awarded to him, then the said payment may be made by depositing the amount of said award to the credit of said person in such bank as may be appointed by said Court. A certificate of such deposit, signed by the cashier of the bank, shall be published by said Company in two newspapers published in said city, for four weeks successively immediately after said deposit. If the person to whom compensation is awarded, or who is entitled to receive the sum as aforesaid, be under legal disability as aforesaid, payment may be made to his guardian or person appointed aforesaid, by said Court, and if said guardian or person appointed cannot be found, then by deposit in bank as aforesaid.

SEC. 13. The said Company shall also take and hold, for the purposes contemplated by this Act, all the lands, waters and real estate which they shall in any way legally enter upon and take by virtue hereof, to them and their successors forever.

SEC. 14. In laying pipes, conduits or aqueducts, or constructing or erecting works in the streets, lanes or public squares of the city of Rochester, the Company shall conform to such regulations as the Common Council of said City of Rochester shall prescribe.

SEC. 15. The said Directors of said Company may establish rules and regulations for and concerning the use of the water from their works, and for and concerning the conduct of all such persons as shall use the water from their works ; so far as respects the preservation and use, and restraining the waste thereof, and may thereby impose penalties and forfeitures for any violation of said rules and regulations, so that such penalty and forfeitures shall not in any case exceed ten dollars, which penalties may be recovered with the costs in the name of the Company, before any Justice of the Peace of said city ; said rules and regulations shall be published for three weeks successively in two newspapers published in said city, and a copy of said rules and regulations certified by the President or Secretary of said Company, with affidavits of the publication of the same, made by any one of the publishers of the said papers, or by a foreman in their offices, shall be received as evidence in all Courts and places.

SEC. 16. The said Company shall furnish water to the city of Rochester for the purpose of extinguishing fires, upon such terms as may be agreed upon between them and the Common Council of said city. The said Company may make any agreements, contracts, grants and leases for the sale, use and distribution of water that may be agreed upon between said Company and any person or persons, associations and corporations, which agreements, contracts, grants and leases shall be valid and effectual in law.

SEC. 17. Any person who shall maliciously or wilfully destroy or injure any of the works or property of said Company, or who shall maliciously or wilfully commit any act which shall injuriously affect, or tend thus to affect, the

water of said Company, shall be guilty of a misdemeanor, and may be punished by fine or imprisonment, or both, in the discretion of the Court, and shall also forfeit and pay to the Company treble the damages sustained thereby, to be recovered in any Court having cognizance thereof, with cost.

SEC. 18. The corporation hereby created shall possess the powers, and be subject to the provisions of Title Three, Chapter Eighteen, of the first part of the Revised Statutes, so far as the same are applicable and not otherwise provided for in this act.

SEC. 19. All the Stockholders of the Company hereby created shall be severally and individually liable to the creditors of said Company, to an amount equal to the amount of stock held by them respectively, for all debts and contracts made by said Company, until the whole amount of the Capital Stock fixed and limited by the Directors of said Company shall be paid in, and a certificate thereof shall have been made and recorded as prescribed in the following Section, and the Capital Stock so fixed shall all be paid in, one-half thereof in one year, and the other half within two years from the time of the commencement of the works of said Company under this Act, or the corporation hereby created shall be dissolved.

SEC. 20. The President and a majority of the Directors, within thirty days after the payment of the last instalment of the Capital Stock, shall make a certificate of the amount of the capital fixed and paid in, which certificate shall be signed and sworn to by the President and a majority of the Directors, and shall within thirty days be recorded in the Clerk's office of Monroe County.

SEC. 21. The Stockholders of said Company shall be jointly and severally liable for all debts that may be due and owing to all their laborers and servants, for services performed for said Company.

SEC. 22. The indebtedness of said Company shall not at any time exceed an amount equal to seventy-five per cent. of its Capital Stock, and if the indebtedness of said Company shall at any time exceed such amount, the Directors of said Company assenting thereto, shall be personally and individually liable for such excess to the creditors of said Company.

SEC. 23. No person holding stock in said Company as executor, administrator, guardian or trustee, and no person holding such stock as collateral security, shall be personally subject to any liability as a stockholder of said Company ; but the person pledging the said stock shall be considered as holding the same, and shall be liable as a Stockholder accordingly, and the estates and the funds in the hands of such executor, administrator, guardian or trustee, shall be liable in like manner, and to the same extent as the testator or intestate, or the ward or person interested in such fund would have been if he had been living and competent to act, and held the stock in his own name. Every such executor, administrator, guardian or trustee, shall represent the shares of stock owned by him as such administrator, guardian or trustee, at all meetings of the Company, and may vote as a Stockholder, and every person pledging his stock as aforesaid, may in like manner represent the same and vote accordingly.

SEC. 24. No Stockholder shall be personally liable for the payment of any debt contracted by the said Company, un-

less a suit for the collection of said debt shall be brought against said Company, within six years after the debt shall have become due, and no suit shall be brought against any stockholder for any such debt, until an execution against the Company shall be returned unsatisfied in whole or in part.

SEC. 25. If the said Directors shall at any time after the organization of the said Company, determine to increase the capital stock as herein provided, the books of subscription for said additional stock shall be opened in the same manner as provided in Section Three of this Act, and the said Directors may require payment of the subscription to the said additional stock, in the same manner as is provided in Section Six of this Act.

SEC. 26. The Common Council of the City of Rochester may, and are hereby authorized to subscribe to the Capital Stock of said Water Works Company an amount not exceeding one hundred and fifty thousand dollars, and for that purpose may issue the bonds of said city payable in not less than twenty years, and shall be represented in the same manner in the management of the affairs of said Company as the other Stockholders. The bonds so issued shall not be sold for less than par, and the rate of interest not exceed seven per centum per annum.

SEC. 27. If the Common Council of the City of Rochester shall at any time within twenty years after the passage of this Act, make provision for the repayment to the said "Rochester Water Works Company" for the amount of Capital Stock actually paid in and expended by them, together with a premium at the following rates, namely: If within five years a premium of twenty per cent. upon the

amount of Capital Stock so as aforesaid paid in and expended by said Company ; if after five and within six years, nineteen per cent. ; if after six and within seven years, eighteen per cent. ; thus reducing the amount of premium to be paid by the said city of Rochester one per cent. for every year beyond five years that said works shall remain in possession of the said "Water Works Company," so that if not taken until the twentieth year, the premium so to be paid shall be five per cent., and the said City of Rochester shall also pay to the said Rochester Water Works Company, whenever it shall so as aforesaid take the said water works, such additional sum as will, when added to the annual receipts of said Company over and above their necessary annual expenses, make the interest amount to twelve per cent. per annum upon the capital stock actually paid in and expended, then the said Water Works, together with all lands, fixtures and appurtenances shall vest in and become the property of the said City of Rochester.

SEC. 28. This Act shall take effect immediately.

CHAPTER 140.

AN ACT to amend the Charter of the Rochester Water Works Company, and to authorize such Company to borrow money, and to secure the payment thereof by Bond and Mortgage.

Passed April 17, 1863 ; three-fifths being present.

The People of the State of New York, represented in Senate and Assembly, do enact as follows :

SECTION 1. Section Eight of the Act, entitled " An Act to Incorporate the Rochester Water Works Company," passed April 16th, 1852, is hereby amended, so as to read as follows :

SEC. 8. For the purpose of supplying the said City of Rochester and its environs, and the farms, families and buildings along the route, and in the neighborhood of the works of said Company, with pure and wholesome water, the said Company may purchase, take and hold any real estate, and by their Directors, agents, servants or other persons employed, may enter upon the lands of any person or persons which may be necessary for said purposes, and may take the water from any springs, ponds, fountains, wells, rivers, streams or lakes, and direct and convey the same to the said city, and may lay and construct any pipes, conduits, aqueducts, wells, reservoirs and other works or machinery, necessary or proper for said purposes, upon any lands so entered, purchased, taken or held, and may as aforesaid, enter upon any lands, streets, highways,

roads, lanes or public squares, through which they may deem it proper to convey the water from said springs, ponds, fountains, wells, rivers, streams or lakes, and lay and construct any pipes, conduits or other works for that purpose, leaving the said lands, streets, highways, roads, lanes and public squares in the same condition, as nearly as may be, as they were before said entry, but the said Company shall not lay and construct said pipes, conduits, aqueducts and other works through any private garden or court-yard without the written consent of the owner thereof.

SEC. 2. It shall be lawful for the Directors of said Company to borrow, on the credit of said Company, any sum or sums not exceeding in the aggregate \$400,000, for a term not less than fifteen years, at a rate of interest not exceeding seven per cent. per annum, such interest to be payable semi-annually, at such times and place or places as the said Directors may appoint; and to cause to be executed, in the name of said Company, bonds therefor, with or without interest warrants attached, under the seal of said Corporation, and with the signatures of the President and Secretary, or such other officers of the Corporation as the Directors may designate. The bonds may be in such sums and in such form as said Directors may deem expedient.

SEC. 3. To secure the payment of the principal and interest of such bonds, the said Directors may cause to be executed in the name of said Company, in the same manner in which said bonds shall be executed, a mortgage upon the whole or any part of the property of said Company, to one or more Trustees, to be named by said

Directors in such form and with such provisions as to the said Directors shall seem proper, provided that nothing contained in such mortgage shall deprive said Company of the right to manage and control its Water Works and property and to receive the rents and income thereof to its own use, so long as and whenever it shall not be in default in the payment of principal or interest upon said bonds.

SEC. 4. The Directors of said Company may dispose of such bonds to such persons or corporations, and upon such terms as they shall deem most advantageous to said Company, and the money which shall be received thereon shall be applied in payment of the cost of obtaining the rights of land and water which are required for the construction and use of the Water Works mentioned in their charter, and of the cost of constructing and putting in operation said Water Works, and for no other use or purpose whatever.

CHAPTER 207.

AN ACT to ratify, legalize and confirm the proceedings of "*The Rochester Water Works Company.*"

Passed April 16, 1868, three-fifths being present.

Whereas, The Rochester Water Works Company was duly incorporated by an Act of the Legislature of the State of New York, passed, April 16, 1852, and

Whereas, The said Company has from time to time elected and appointed officers and directors, as vacancies occurred, and has entered into contracts for the buildings and management of the Rochester Water Works Company ; therefore

The People of the State of New York, represented in Senate and Assembly, do enact as follows :

SECTION 1. All the acts, elections, appointments to office, and contracts heretofore done, held or made by said Company, with the view to carry out the object specified in said charter to furnish pure water to the City of Rochester, are hereby ratified and confirmed.

SEC. 2. That the election and appointments of the present officers of said Rochester Water Works Company, be, and the same are hereby confirmed.

SEC. 3. This Act shall take effect immediately.

CHAPTER 255.

An Act to amend an Act entitled "An Act to amend the Charter of the Rochester Water Works Company, and to authorize such Company to borrow money and to secure the payment thereof by bonds and mortgage," passed April 17th, 1863.

Passed April 20th, 1869.

Whereas, By the authority conferred on the Directors of the Rochester Water Works Company by Section 2, of Chapter 140, Laws of 1863, the Rochester Water Works Company did, on the 8th day of April, 1867, borrow on the credit of the said Company, the sum of \$400,000, and did also execute, in the name of said Company, bonds therefor, and to secure the same did also execute a mortgage upon the property of said Company, and which said bonds have all been negotiated and are now a lien on said property; and, whereas, the moneys so raised have been insufficient to complete said works, and in consequence thereof no revenue is derived therefrom, to the great detriment of said bondholders. Now, therefore,

The People of the State of New York, represented in Senate and Assembly, do enact as follows :

SECTION 1. The amount which the Directors of the Rochester Water Works Company are authorized to borrow by Section 2 of the Act entitled "An Act to amend the Charter of The Rochester Water Works Company,

and to authorize said Company to borrow money and to secure the payment thereof by bond and mortgage," passed April 17, 1863, is hereby increased to \$800,000. Said sum may be borrowed for a term not less than fifteen years, at a rate of interest not exceeding seven per cent., and payable at such times and places as the said Company may appoint, and cause to be executed in the name of said Company bonds therefor, with interest warrants attached under the seal of said Corporation, and with the signatures of the President and Secretary of said Company, or such other officer of the Corporation as the Directors may designate ; such bonds may be in such form and for such sums as the Directors may deem expedient, and may be secured by mortgage executed as provided for in said Act hereby amended.

SEC. 2. The Directors of said Company may dispose of said bonds as follows : Four hundred thousand dollars thereof shall be issued to redeem the present outstanding bonds of the Company for a like amount, if the holders thereof shall consent thereto. Such bonds so redeemed shall be immediately cancelled and destroyed, so that at no time shall the amount of said mortgage debt exceed the sum of \$800,000, exclusive of the interest thereon, and any mortgage executed by virtue hereof shall be a lien only for such bonds as may be issued in conformity with this Act. The balance of said bonds may be disposed of as provided for in Section 5 in said Act of April 17th, 1863.

M O R T G A G E .

ROCHESTER WATER WORKS COMPANY,

TO

UNION TRUST COMPANY OF NEW YORK,
TRUSTEE.

\$800,000. PRINCIPAL AND INTEREST PAYABLE IN GOLD.

This Indenture, made this first day of May, in the year one thousand eight hundred and sixty-nine, between the Rochester Water Works Company, party of the first part, and the Union Trust Company, of New York, party of the second part.

Whereas, by an Act of the Legislature of the State of New York, entitled "An Act to amend the Charter of the Rochester Water Works Company, and to authorize such Company to borrow money and to secure the payment thereof by bonds and mortgage," passed April 17, 1863, it was made lawful for the Directors of said Company to borrow on the credit of said Company any sum or sums not exceeding in the aggregate four hundred thousand dollars, for a time not less than fifteen years, at a rate of interest not exceeding seven per cent. per annum, such interest to be payable semi-annually, at such time and place or places as the said Directors might appoint; and to cause to be executed in the name of said Company bonds therefor, with or without interest warrants at-

tached, under the seal of said Corporation, and with the signatures of the President and Secretary, or such other officers of the Corporation as the Directors might designate ; the said bonds to be in such sums and in such form as said Directors might deem expedient. And, by said Act it was further provided, that to secure the payment of the principal and interest of such bonds the Directors might cause to be executed in the name of said Company, in the same manner in which said bonds should be executed, a mortgage upon the whole or any part of the property of said Company, to one or more trustees, to be named by said Directors, in such form and with such provisions, as to the said Directors should seem proper ; provided, that nothing contained in such mortgage should deprive said Company of the right to manage and control its Water Works and property, and to receive the rents and income thereof to its own use, so long as and whenever it should not be in default in the payment of principal and interest on said bonds ; and

Whereas, at a meeting of the Directors of said Rochester Water Works Company, held the 23d day of February, 1867, it was, by a resolution, entered in their book of minutes, Resolved, that the President and Secretary be, and they were thereby authorized to prepare and execute under their hands and seal of the Company, a mortgage to George H. Mumford and George J. Whitney, as trustees for the holders of certain bonds, in said resolution afterwards mentioned, for the sum of four hundred thousand dollars and interest of all the Company's property, pipes, reservoirs, franchises, &c., then possessed or thereafter to be possessed by the Company, including the right of the Company to receive any and all rents then contracted for,

or to be contracted for with the city of Rochester, the County of Monroe or the State of New York, or with any corporations or individuals for the use of water by them, and to procure the same to be recorded, and to prepare and execute bonds to the same amount, with interest coupons attached, at the rate of seven per cent. per annum, payable semi-annually, on the first days of January and July in each year, at the office of the Treasurer of the city of Rochester, said bonds to be of such denominations, not less than five hundred dollars, as might be deemed desirable, and to be in such form as is customary ; and

Whereas, said mortgage so authorized was duly executed and delivered to said Trustees, and bonds issued thereunder to the amount of four hundred thousand dollars ; and

Whereas, by an Act of Legislature of the State of New York, entitled “ An Act to amend ‘ an Act to amend the Charter of the Rochester Water Works Company, and to authorize such Company to borrow money and to secure the payment thereof by bond and mortgage, passed April 17, 1863, ’ passed April 20, 1869, ” the amount which the said Rochester Water Works Company was in and by said Act of April 17, 1863, authorized to borrow, was increased to eight hundred thousand dollars ; and

Whereas, in and by said Act of April 20, 1869, it was made lawful for the said Rochester Water Works Company to borrow said sum of eight hundred thousand dollars, for a term not less than fifteen years, and at a rate of interest not exceeding seven per cent., and payable at such times and places as the said Company may appoint ; and

Whereas, it was in and by said Act further made lawful for the said Company to cause to be executed in the name

of said Company, bonds for said sum of eight hundred thousand dollars, with interest warrants attached, under the seal of the said Corporation, and with the signatures of the President and the Secretary of the said Company, or such other officer of the Corporation as the Directors may designate, and in such form and for such sums as the Directors may deem expedient, and to secure the same by mortgage, executed as provided for in the said Act of April 17, 1863 ; and

Whereas, it was provided in said Act that the Directors of said Company may dispose of four hundred thousand dollars of said bonds so to be issued, to redeem the present outstanding bonds of said Company for a like amount, if the holders thereof shall consent thereto, and that such bonds so redeemed shall be immediately cancelled and destroyed, so that at no time shall the amount of said mortgage debt exceed the sum of eight hundred thousand dollars, exclusive of the interest thereon, and that any mortgage executed by virtue of said Act should be a lien only for such bonds as may be issued in conformity with this Act, and that the balance of said bonds may be disposed of as provided for in Section Four of the said Act of April 17, 1863 ; and

Whereas, at a meeting of the Directors of said Rochester Water Works Company, held the 4th day of May, 1869, it was, by a resolution entered in their book of minutes, Resolved, that the President and Secretary be, and they were thereby authorized to prepare and execute, under their hands and the seal of said Company, a mortgage to the said Union Trust Company, of New York, as Trustee for the holders of certain bonds in said resolution after-

wards mentioned, for the sum of eight hundred thousand dollars and interest, of all the Company's property, pipes, reservoirs, franchises, &c., then possessed or thereafter to be possessed by the Company, including the right of the Company to receive any and all rents then contracted for, or to be contracted for, with the City of Rochester, the County of Monroe, or the State of New York, or with any corporation or individuals for the use of water by them, and to procure the same to be recorded, and to prepare and execute bonds conditioned for the payment of the same amount, with interest coupons attached, at the rate of six per centum per annum, in United States gold coin, payable semi-annually, on the first days of May and November in each year, at the office of the Union Trust Company of New York, in the city of New York, said bonds to be of the denomination of one thousand dollars each, and to be in such form as is customary, and the principal thereof payable in twenty years from date.

Now, therefore this Indenture witnesseth, that in pursuance of the said Acts of the Legislature of said State, and of the resolution aforesaid, the said party of the first part, for the better securing the full and final payment of the bonds aforesaid, or such portion of the same as shall be issued not exceeding the said amount of eight hundred thousand dollars, and the interest on the same according to the true intent and meaning thereof, and also for and in consideration of the sum of one dollar to the party of the first part paid by the said parties of the second part at and before the ensembling and delivery of these presents, the receipt whereof is hereby confessed and acknowledged, has granted, bargained, sold, aliened, released, conveyed and confirmed, and by these presents does grant, bargain, sell,

alien, release, convey and confirm to the said parties of the second part, their successors and assigns forever, all and singular the lands, property, estate, easements, franchises, privileges, pipes, conduits, aqueducts, wells, reservoirs, rights of land or water, water works, fountains, hydrants, fixtures and appurtenances, goods and chattels, things in action and effects of any kind whatsoever, now possessed or held, or that hereafter shall be possessed or held by the said party of the first part, including the right of the said party of the first part to any and all rents now contracted for, or to be contracted for, with the City of Rochester, County of Monroe, or State of New York, and with any or all individuals or corporations for the use of water, as fully and absolutely as the same property, real, personal or mixed, is now or shall be possessed or held by the said party of the first part, together with all and singular the tenements, hereditaments and appurtenances, thereto belonging or in any wise appertaining, and the reversion and reversions, remainder and remainders, rents, issues and profits thereof, and all the estate, right, title, interest, property, possession, claim and demand whatsoever, as well in law as in equity, of the said party of the first part, of, in and to the same and every part and parcel thereof; to have and to hold the above granted and described premises, property and franchises, rights and privileges, with the appurtenances to the said parties of the second part, as Trustee as aforesaid, its successor and assigns, to their own proper use, benefit and behoof for ever.

Provided always, and these presents are upon this express condition, that if the said party of the first part, its successors or assigns, shall well and truly pay to the holders

of the aforesaid bonds the moneys therein mentioned, not exceeding in the aggregate, the sum of eight hundred thousand dollars, with interest according to the terms and conditions of the said bonds or obligations and the interest thereon as aforesaid, at the times and in the manner mentioned in said bonds according to the true intent and meaning thereof, then these presents and the estate, franchises, rights and privileges hereby granted shall cease, determine, and be void.

But in case default shall be made in the payment of the said sums of money mentioned in the said bonds, or of the interest that may become due thereon, or of any part thereof, then and from thenceforth it shall be lawful for the party of the second part, its successors or assigns, as Trustee for the Bondholders above-mentioned, to enter into and upon and take possession of all and singular the premises, property, franchises, rights and privileges hereby granted or intended so to be, and to sell and dispose of the same, and all benefit and equity of redemption therein of the said party of the first part, its successors or assigns, at public auction, according to law ; and as the attorneys of the said party of the first part, for that purpose, by these presents duly authorized, constituted and appointed to make and deliver to the purchaser or purchasers thereof, a good and sufficient deed or deeds of conveyance for the same, and out of the money arising from such sale to retain the moneys which shall then be due for principal and interest on said bonds or obligations, as Trustee for holders of the same, together with the costs and charges of such sale, and all proceedings necessary thereto and connected therewith, rendering the overplus of the purchase money, if any there be, to the said party of the first part, its successors or as-

signs, which sale so to be made as aforesaid shall for ever be a perpetual bar, both in law and in equity, against the said party of the first part, its successors and assigns, and all other persons, claiming or to claim the said premises, property or franchises, or any part or portion thereof, from or under the said party of the first part.

IN WITNESS WHEREOF, the said party of the first part has caused these presents to be signed by its President and Secretary, and its Corporate Seal to be hereto affixed the day and year first above written.

State of New York, County of Monroe, ss :

On this day of May, 1869, personally before me appeared ANDREW J. WILKIN and RICHARD W. C. MERINGTON, to me personally known to be respectively, the said WILKIN, President and the said MERINGTON, Secretary of the Rochester Water Works Company, and the same persons, who as such President and Secretary of said Rochester Water Works Company, executed the foregoing instrument, and severally acknowledged that they executed the same as such President and Secretary as and for the act and deed of the said Rochester Water Works Company.

[Recorded in Monroe, Livingston and Ontario Counties.]

[Copy of Bond.]

Incorporated by
Special Act of the Legislature
of New York.

This Loan authorized by
Special Act of the Legislature,
April, 1869.

UNITED STATES OF AMERICA,

STATE OF NEW YORK.

No.-----

\$1,000.

ROCHESTER WATER WORKS LOAN.

KNOW ALL MEN BY THESE PRESENTS:

That the Rochester Water Works Company will pay to the holder of this Bond the sum of One Thousand Dollars, in the gold coin of the United States of America, at the office of the Union Trust Company, in the City of New York, on the 1st day of May in the year of our Lord one thousand eight hundred and eighty-nine, and will also pay at the same place as they shall severally become due, on the first days of November and May of each year, in gold coin, the semi-annual Coupons hereto annexed.

This Bond is one of a series of eight hundred bonds, numbered from one to eight hundred, inclusive, each for One Thousand Dollars, gold coin, amounting in the aggregate to Eight Hundred Thousand Dollars, all of even date herewith, and secured by a deed of trust to the Union Trust Company, of New York, bearing the same date, conveying all the right, title and interest which the said Rochester Water Works Company now has or shall hereafter acquire, in and to all the personal and real estate, rents, franchises, rights and easements of said Water Works Company, in trust, for the benefit of the holders of all its said bonds, with power in case of default in paying the interest or principal of said bonds, or of any of them, to take possession of and sell the same, and to apply the proceeds to the payment of said bonds; and the said instrument has been recorded in the Counties of Monroe, Ontario and Livingston, in the State of New York, where the said property is situated; and the whole amount of said bonds certified by said Trust Company does not exceed the amount specified in and secured by said mortgage.

INTEREST, SIX PER CENT., PAYABLE IN GOLD COIN.

In testimony whereof the said Rochester Works Company has caused to be affixed hereto its corporate seal, and these presents to be subscribed by its-President and Secretary, this first day of May, 1869.

A. J. WILKIN, *President.*

R. W. C. MERINGTON, *Secretary.*

[Coupon.]

\$30.

THE

\$30.

ROCHESTER WATER WORKS COMPANY will pay to the Bearer, at the Union Trust Company, New York, Thirty Dollars in gold coin, on the 1st November, 1869, for six months' interest on bond No.

..... *Secretary.*

ONE THOUSAND DOLLARS, GOLD COIN.

[Revenue Stamp.]

No.....
ROCHESTER WATER WORKS
LOAN.

—————
\$1,000.
—————

INTEREST, SIX PER CENT.

1ST NOVEMBER AND 1ST MAY.

Principal and Interest Payable in Gold.

TRUSTEES' CERTIFICATE.

The Union Trust Company of New York hereby certifies that this is one of a series of Eight Hundred Bonds referred to in the within Deed of Trust.

UNION TRUST COMPANY OF NEW YORK, }
by I. .H FROTHINGHAM, } *Trustee.*
President.

SOURCE OF SUPPLY.

Hemlock Lake, 26 miles distant from Rochester, and 388 feet above the Erie Canal, in Rochester, is the source from which the Rochester Water Works, on their full completion, will be supplied with water. This beautiful sheet of water lies in a deep valley or depression between the hills whose slopes generally rise either directly from the water's edge, or from a narrow beach, without intervening flats or swamps. It is six and seven-tenths miles in length, six-tenths of a mile in width, and has a depth of from 45 to 80 feet, covering an area of 1,828 acres. Its total daily discharge of water is 4,625,566 gallons. The water is very pure; the analysis of it showing the amount of solid matter to the gallon to be 1.33. Reference is invited to the table showing the quality of water used by various cities, and it will be evident that the water to be supplied by this Company, does not suffer by the comparison.

In order to furnish an immediate supply of water sufficient for fire and sewerage purposes, and for the distribution pipe already laid in the city, the rental from which will pay the interest on the bonded debt of the Company, the water will be taken, for the present, from the outlet of Honeoye Lake, at Smithtown, fourteen miles distant from the city and 204 feet above the canal. The main conduit to this point is nearly laid. This supply is ample and of pure quality (analysis of water, 3.30). The annexed map shows the route of the Pipe.

EXTRACT FROM REPORT OF D. MARSH TO MAYOR AND CITY COUNCIL OF ROCHESTER, in 1860.

Table showing the Quality of the Water used for the Supply of Various Cities, both in this country and in Europe.

CITY SUPPLIED.	SOURCE OF SUPPLY; OR NAME OF WATER WORKS.	PERSONS MAKING OR REPORTING THE ANALYSES.	NO. GRS PR GAL.
London,	Thames.	Professor Brand.	28.
"	New River.	"	19.20
"	Average of total supply.	H. P. M. Burkinbein.	21.46
"	Well St. Paul's Church Yard.	Wm. J. McAlpine.	75.00
"	" Lambeth shallow.	"	110.00
Paris,	River Seine.	Baldwin and Stevenson	12.74
"	Artesian Well.	Wm. J. McAlpine.	9.86
Lyons,	River Rhone.	Baldwin and Stevenson	12.88
"	Lake Geneva.	"	10.64
New York,	Manhattan Well,	F. B. Tower.	125.00
"	Average of several wells.	"	58.00
"	Croton River at Dam.	"	4.99
"	Croton.	B. Silliman.	10.93
"	"	B. Silliman. Jr.	6.66
Philadelphia,	Schuylkill River.	Booth and Garnett.	6.10
"	"	Baye.	4.42
"	"	B. Silliman.	5.50
"	"	F. B. Tower.	4.08
Boston,	Cochituate Lake.	Wm. J. McAlpine.	1.85
"	"	H. P. M. Burkinbein.	3.37
"	" 62 feet deep.	Wm. J. McAlpine.	3.57
"	"	Dr. Jackson.	5.00
"	Well Beacon Hill.	"	50.00
"	Average of three wells.	"	44.46
"	Average of Croton Analyses.	"	7.26
"	" Schuylkill "	"	5.02
"	" Cochituate "	"	3.45
Brooklyn,	Average several wells.	J. R. Chilton.	45.40
"	Long Island streams.	"	2.48
"	" 2d sample.	"	2.367
Albany,	Hudson River.	Dr. Emmons.	7.24
"	"	"	6.32
"	Rensselaer Lake.	"	4.72
"	Well Capital Park.	"	65.52
"	Average several wells.	"	48.69
Cambridge,	Fresh Pond.	Baldwin and Stevenson	6.32
Jersey City,	Passaic River.	"	7.44
Troy,	Mohawk River.	"	7.88
"	Served by Water Works.	"	6.29
Hartford,	Connecticut River.	M. C. Weld.	2.618
Cincinnati,	Ohio River.	J. M. Locke.	6.73
Detroit,	Supply from River.	Prof. Douglas.	5.72
"	Wells.	"	116.46
Indianapolis,	Wells.	D. Marsh.	60.00
Montreal,	Ottawa and St. Lawrence.	T. C. Keifer.	7.04
Quebec,	St. Charles River.	H. P. M. Burkinbein.	8.10
Hamilton,	Grand River.	Sam'l McElroy.	12.66
"	Burlington Bay.	"	8.44
Elmira,	Carr's Creek.	D. Marsh.	4.00
Rochester,	Hemlock Lake.	"	1.33
"	Honeoye Lake, outlet at Smithtown.	"	3.30

Source or Locality of Water in the vicinity of
Rochester.Grains of solid matter
per gallon.

1.	Lake Ontario, mouth of Genesee, w. of piers	4.16
2.	“ in front of piers, $\frac{1}{2}$ mile out in the Lake	} 10.00
3.	“ north-east of piers and beyond the stream discharged from Genesee River	
4.	Genesee River at Rapids	11.21
5.	“ at high water, April, 1860	6.40
6.	“ at low water, June, 1860	9.60
7.	“ at high water, August, 1860	7.46
8.	“ at a higher stage of water sub- sequent to the above, Au- gust, 1860	} 5.60
9.	“ high water subsiding	
10.	Irondequoit Creek, Penfield	24.68
11.	Black Creek, Chili	72.80
12.	Little Black Creek, Chili	9.40
13.	Tonawonda Creek, Batavia	12.57
14.	Caledonia Spring	44.80
15.	Mendon Ponds	8.00
16.	Honeoye outlet, West Rush	6.13
17.	“ Smithtown, (1853), taken at a moderate rise of water	} 4.31
18.	“ at low water	
19.	Honeoye Lake	4.00
20.	Hemlock Lake	1.33
21.	Erie Canal at Rochester, July, 1860	8.00
22.	Acid Spring, $\frac{1}{2}$ mile west of Rochester	19.20
23.	Well, North Fitzhugh Street	26.00
24.	“ South “	16.74

25.	“	North Washington Street	34.11
26.	“	Third Ward Tavern, Cornhill	41.00
27.	“	East Avenue, near Gibbs Street	32.16
28.	“	South Avenue	20.54
29.		Average of Wells in Rochester	28.33
30.		Cistern Water, soon after rain	6.40
31.		Rain water taken in an open vessel	1.00
32.		Filtered rain water	14.10
33.	“	“ second sample	6.40
34.		Rain water from a cistern	2.16
35.	“	from same cistern filtered	4.33
36.		Filtered rain water	1.92
37.	“	“	8.97
38.		Black Creek, second sample	74.00

GOLD LOAN

OF THE

Rochester, N. Y., Water Works Company,

FIRST MORTGAGE SIX PER CENT. BONDS.

PRINCIPAL AND INTEREST PAYABLE IN GOLD.

DUE IN 1889.

Interest Payable May and November 1st, at Union Trust Company, New York.

WE OFFER FOR SALE

\$ 3 0 0 , 0 0 0 ,

AT 80c. FLAT.

CAPITAL STOCK,	-	-	-	-	-	\$800,000
AUTHORIZED ISSUE BONDS,	-	-	-	-	-	\$800,000

WE respectfully invite the attention of Capitalists and Investors to these Bonds.

SECURITY OF THE LOAN.

The entire property is mortgaged to the Union Trust Company, New York, as Trustees for the Bondholders.

The Bonds can only be issued by the Union Trust Company, upon the certificate of J. C. TRAUTWINE, Esq., a Civil Engineer, representing the interests of the present Bondholders, and approved by the Board of Directors of the Rochester W. W. Company, and DANIEL MARSH, Esq., Civil Engineer for the Company, which certificate shall state that the money has been actually expended on the Works. This provision insures THAT EACH BOND REPRESENTS COMPLETED WORK.

PROGRESS OF THE WORK.

It is estimated that an expenditure of less than \$50,000 will bring the water to the city, and supply eight miles of Distribution Pipe already laid in its principal streets.

A large force is now employed upon the Works under the direction of Mr. Daniel Marsh, one of the oldest Civil Engineers in this country—a gentleman of great experience, and for many years connected with many of the Public Works of this State.

The distance from the city to the point where the water is now taken is 14 miles. Eleven miles of this has been laid with main conduit Pipe—leaving but three miles of main Pipe to be laid to put water in the City Distributing Reservoir ; and with favorable weather it will be done in a short time. When this point is reached, one mile of pipe will remain to be laid to connect with the eight miles already down in the city. Henrietta Reservoir, 20 acres (8 miles from city), is nearly completed. The distributing reservoir at Rochester, is also nearly completed.

PROSPECTS OF THE COMPANY.

Rochester, and the villages of Henrietta, East Rush and Honeoye Falls, through which the conduit pipe passes, are on limestone foundation. Consequently all wells are sunk in limestone and produce hard lime water. The water in the Genesee River for the same reason is hard and unfit for use. Rochester, therefore, with its 75,000 inhabitants,—one of the most flourishing and thriving cities in this State, *is without water*, except the rain water caught in cisterns, and a precarious supply of hard lime water from the wells and Genesee. The latter is expensive to obtain and is entirely unsuitable for domestic purposes. The city is wholly unprotected in the event of great fires, and the numerous factories, the Erie and New York Central Railroad repair shops, are compelled now to incur great expense to supply their boilers with lime water which greatly injures them. It is safe to say that there is no city in the country where water is needed more, and where the citizens will so gladly take and pay for it as Rochester. We were told by the proprietor of the largest hotel in Rochester that it cost him \$7 per day to supply his hotel with water.

The estimated rental from 30 miles of pipe in the city
is..... \$190,000

This estimate was carefully made and certified to by several of the leading citizens, many of whom were city officials, as believing it to be correct, and we would be pleased to show it to parties desiring to purchase the Bonds. Interest on \$800,000 bonds at 6 per cent. gold, say..... 60,000

Leaving for current expenses, dividends, and to extend
the Works, per annum..... \$130,000

THE FOLLOWING STATISTICS WILL DEMONSTRATE THE
FINANCIAL RESOURCES OF THE COMPANY :

The number of dwellings in Rochester, as ascertained from the City Clerk's Assessment Roll, is 10,336 ; the estimated value of the same deduced from the assessment, being not less than Forty Million Dollars. Assuming, with a very liberal discount, that two-thirds only of this number of dwellings will be immediate consumers, and taking the low average of \$15 each for the 7,000 houses supplied, we have from this source a revenue of

\$105,000

There are 50 hotels in the City, and above 1,000 Manufacturing, Mills, Tanneries, Saloons, &c., all without exception, anxious to make special contracts with the Company ; the annual value of these contracts, at the lowest estimate, is.....

50,000

Annual Rental from City, County and State.....

25,000

Do. from Railroads and Steam Engines, ..

10,000

\$190,000

That the above estimates are made on a low calculation, may be seen by reference to the Annual Report of the City of Louisville, where a total of 3,089 premises supplied, and 28,000 consumers, returns a revenue of \$85,000 (Report Louisville, 1867), or nearly \$30 for every dwelling, being *twice* the average assumed for Rochester.

The water at the Distributing Reservoir is 104 feet above the canal at Rochester, and 154 feet above the city at Henrietta Reservoir. The water runs by gravitation, and the Works will be operated without any machinery more complicated than the gate or valve. The working expenses of this Company will, therefore, be limited to the cost of re-

pairs and superintendence. With several Water Works in this State, the cost of pumping the water alone is \$50,000 to \$75,000 per annum—an amount sufficient to pay the interest on the bonded debt of this Company. This work is unlike Railroads, requiring 65 to 80 per cent. of their earnings (even the best roads) to defray expenses, not including wear and tear, and the many disasters they are subject to.

	Cost of Works.	Annual Rental.	Annual Working Expenses.
Louisville.....	1,500,000	97,040	31,000
Hartford	1,400,000	87,913	15,006
St. Louis	3,500,000	320,000	210,000
Wilmington, Del.		29,000	10,700
Rochester.....	1,600,000	190,000	15,000 Gravity.

The foregoing table exhibits the immense advantages gained by these Works over those where the supply is obtained by pumping, the cost of running the Rochester Works being but *one-twelfth* of the estimated income, whilst the cost of working the others named above varies from *one-sixth to three-quarters the annual receipts*.

Population of Rochester.....	75,000
City Debt (1868-9) Treasurer's Report.....	\$789,000
City Assets, Railroad Stocks, &c.....	\$1,535,000
Number of Houses.....	10,336
Estimated Value	\$40,000,000

MARKET VALUE OF WATER BONDS.

Chicago, 7 per cent. currency.....	95	and int.
St. Louis, 6 " gold	98	flat.
Detroit 7 " currency	100½	and int.
Portland 6 " gold.....	95	flat.
Pittsburgh 7 " currency	100	
Middle'n, Ct. 7 " currency	100	

We have reports from thirty-five cities in reply to our inquiries relative to the value of the Stock and Bonds of Water Works Companies, *and in every instance* we find that they are considered a GOOD INVESTMENT, are held by capitalists and are seldom seen in the market. This proves that Water Works Bonds of the leading cities of the country are held in highrepute, and generally sought after as investment. The Bonds of the Rochester Water Works Company will inevitably take rank with and command the price of the best Water Bonds in the country, and the opportunity to secure them at the low rate we are now offering them is one that should commend itself to those seeking a safe, secure and local investment.

The public will bear in mind that this enterprise is not located 1,000 or 2,000 miles from New York, but only 12 hours ride, and those desiring to invest can easily go and examine for themselves.

This is the only charter for supplying Rochester with water. Granted in 1852.

There remain unsold of these Bonds but

\$ 3 0 0 , 0 0 0 ,

Pamphlets containing copies of the Company's Charter, and of the Mortgage to the Union Trust Company, &c., furnished upon application.

Government Securities and Bonds, having market value taken in exchange on favorable terms.

Bonds sent by Express, to any part of the country, free of charge.

We reserve the right to advance the price of these Bonds
at any time.

UTLEY & DOUGHERTY,

BANKERS AND BROKERS,

No. 11 WALL STREET,

February, 1870.

NEW YORK,



